

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ropak Corporation		01/18/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Bank of America, N.A., as Collateral Agent
Street Address:	300 Galleria Parkway, Suite 800
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	National Association: UNITED STATES

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	3234094	EZ GRIP
Registration Number:	3124170	RING PULL
Registration Number:	3280403	NXT GRAPHICS
Registration Number:	2809335	ROPAK PACKAGING
Registration Number:	4072355	DIAMOND WEAVE TECHNOLOGY FOR SUSTAINABLE PACKAGING · RECYCLABLE · SUSTAINABLE PACKAGING
Registration Number:	2101783	EZ STOR
Registration Number:	2065386	EZ COVER
Registration Number:	1187664	ROPAK
Registration Number:	1378118	QUALITY-PAK
Registration Number:	1297584	ROCAN

**CORRESPONDENCE DATA**

Fax Number:

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent*

OP \$265.00 3234094

*via US Mail.*

Phone: 212-701-3345  
Email: david.adams@thomsonreuters.com  
Correspondent Name: James P Murphy, Legal Assistant  
Address Line 1: 80 Pine Street  
Address Line 2: Cahill Gordon & Reindel LLP  
Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:	James P. Murphy
Signature:	/david adams TR/
Date:	01/24/2013
<b>Total Attachments: 5</b> source=10 EXECUTED ABL Grant of Security Interest in US Trademark (Ropak Financing)#page1.tif source=10 EXECUTED ABL Grant of Security Interest in US Trademark (Ropak Financing)#page2.tif source=10 EXECUTED ABL Grant of Security Interest in US Trademark (Ropak Financing)#page3.tif source=10 EXECUTED ABL Grant of Security Interest in US Trademark (Ropak Financing)#page4.tif source=10 EXECUTED ABL Grant of Security Interest in US Trademark (Ropak Financing)#page5.tif	

**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, ROPAK CORPORATION, a Delaware corporation (the "Grantor"), with principal offices at 8607 Roberts Drive, Suite 250, Atlanta, GA 30350-2237, hereby pledges and grants to Bank of America, N.A., as Collateral Agent, with principal offices at 300 Galleria Parkway, Suite 800, Atlanta, GA 30339, (the "Grantee"), for the benefit of the Secured Creditors (as such term is defined in the Security Agreement referred to below), a continuing security interest in all of the right, title and interest of the Grantor in, to and under (i) the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof (prior to the Termination Date) for infringement of any of the Marks or unfair competition regarding the same (collectively, the "Mark Collateral").

THIS GRANT is made to secure the prompt and complete payment and performance when due of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the other Grantors from time to time party thereto and the Grantee, dated as of November 5, 2012 (as amended, modified, restated and/or supplemented from time to time, including as supplemented by that certain Joinder Agreement, dated as of January 18, 2013, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Mark Collateral acquired under this Grant.

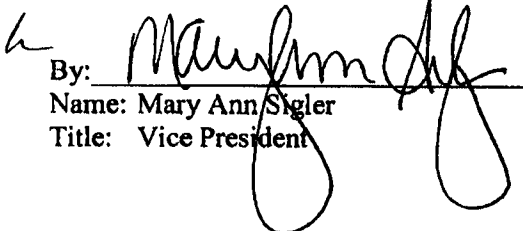
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

This Grant is subject to the terms and conditions set forth in the Intercreditor Agreement (as defined in the Security Agreement) in all respects and, in the event of any conflict between the terms of the Intercreditor Agreement and this Grant, the terms of Intercreditor Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 18th day of January, 2013.


ROPAK CORPORATION, Grantor

By:   
Name: Mary Ann Sigler  
Title: Vice President

Signature Page to BWAY ABL Trademark Agreement (Ropak entities)

TRADEMARK  
REEL: 004948 FRAME: 0223

Bank of America, N.A.,  
as Collateral Agent and Grantee

By:   
Name: **Wes Manus**  
Title: **Senior Vice President**

Signature Page to BWAY ABL Trademark Agreement (Ropak entities)

SCHEDULE A

Mark	Serial No./ Filing Date	Reg. No./ Reg. Date	Owner
EZ GRIP	78045924 / 1/31/2001	3234094 / 4/24/2007	Ropak Corporation
RING PULL	78099391 / 12/20/2001	3124170 / 8/1/2006	Ropak Corporation
NXT GRAPHICS	78324383 / 11/6/2003	3280403 / 8/14/2007	Ropak Corporation
ROPAK PACKAGING	78099386 / 12/20/2001	2809335 / 1/27/2004	Ropak Corporation
DIAMOND WEAVE TECHNOLOGY FOR SUSTAINABLE PACKAGING · RECYCLABLE · SUSTAINABLE PACKAGING	77802884 / 8/12/2009	4072355 / 12/20/2011	Ropak Corporation
EZ STOR	74535301 / 6/9/1994	2101783 / 9/30/1997	Ropak Corporation
EZ COVER	74525664 / 5/17/1994	2065386 / 5/27/1997	Ropak Corporation
ROPAK	73181997 / 8/14/1978	1187664 / 1/26/1982	Ropak Corporation
QUALITY-PAK	73518680 / 1/22/1985	1378118 / 1/14/1986	Ropak Corporation
ROCAN	73408666 / 1/10/1983	1297584 / 9/25/1984	Ropak Corporation
ROPAK	n/a	CA-60,266 / 9/13/1979	Ropak Corporation